

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF WEST VIRGINIA

Case number (if known)

Chapter 11

☐ Check if this an amended filing

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Herbert J. Thomas Memorial Hospital Association

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names

DBA Southway  
DBA Thomas Family Pharmacy  
DBA Thomas Memorial Hospital  
DBA Thomas Sleep Center

3. Debtor's federal Employer Identification Number (EIN) 55-0404900

4. Debtor's address Principal place of business

4605 MacCorkle Avenue SW  
Charleston, WV 25309

Number, Street, City, State & ZIP Code

Kanawha  
County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: \_\_\_\_\_

Debtor Herbert J. Thomas Memorial Hospital Association  
Name

Case number (if known) \_\_\_\_\_

7. Describe debtor's business A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☐ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

6221

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7  
☐ Chapter 9

☒ Chapter 11. Check all that apply.

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).  
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.  
☐ Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No  
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor <u>See Attachment</u>	Relationship _____
District _____	When _____ Case number, if known _____

Debtor Herbert J. Thomas Memorial Hospital Association  
Name

Case number (if known) \_\_\_\_\_

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention? (Check all that apply.)**

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number, Street, City, State & ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**

- ☐ 1-49
- ☐ 50-99
- ☐ 100-199
- ☒ 200-999

- ☐ 1,000-5,000
- ☐ 5,001-10,000
- ☐ 10,001-25,000

- ☐ 25,001-50,000
- ☐ 50,001-100,000
- ☐ More than 100,000

**15. Estimated Assets**

- ☐ \$0 - \$50,000
- ☐ \$50,001 - \$100,000
- ☐ \$100,001 - \$500,000
- ☐ \$500,001 - \$1 million

- ☐ \$1,000,001 - \$10 million
- ☒ \$10,000,001 - \$50 million
- ☐ \$50,000,001 - \$100 million
- ☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
- ☐ \$1,000,000,001 - \$10 billion
- ☐ \$10,000,000,001 - \$50 billion
- ☐ More than \$50 billion

**16. Estimated liabilities**

- ☐ \$0 - \$50,000
- ☐ \$50,001 - \$100,000
- ☐ \$100,001 - \$500,000
- ☐ \$500,001 - \$1 million

- ☐ \$1,000,001 - \$10 million
- ☐ \$10,000,001 - \$50 million
- ☐ \$50,000,001 - \$100 million
- ☒ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
- ☐ \$1,000,000,001 - \$10 billion
- ☐ \$10,000,000,001 - \$50 billion
- ☐ More than \$50 billion

Debtor **Herbert J. Thomas Memorial Hospital Association**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 10, 2020  
MM / DD / YYYY

**X /s/ Daniel J. Lauffer**

Signature of authorized representative of debtor

**Daniel J. Lauffer**

Printed name

Title **President and CEO**

**18. Signature of attorney**

**X /s/ Brandy M. Rapp**

Signature of attorney for debtor

Date January 10, 2020

MM / DD / YYYY

**Brandy M. Rapp**

Printed name

**Whiteford, Taylor & Preston LLP**

Firm name

**10 S. Jefferson Street**

**Suite 1110**

**Roanoke, VA 24011**

Number, Street, City, State & ZIP Code

Contact phone **540-759-3577**

Email address **brapp@wtplaw.com**

**10200 WV**

Bar number and State

Debtor **Herbert J. Thomas Memorial Hospital Association**  
Name

Case number (if known)

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF WEST VIRGINIA

Case number (if known)

Chapter **11**

☐ Check if this an amended filing

**FORM 201. VOLUNTARY PETITION**

**Pending Bankruptcy Cases Attachment**

Debtor	<b>Charleston Hospital, Inc.</b>		Relationship to you
District	<b>Southern District of West Virginia</b>	When 1/10/2020	Case number, if known
Debtor	<b>Thomas Health Systems, Inc.</b>		Relationship to you
District	<b>Southern District of West Virginia</b>	When 1/10/2020	Case number, if known
Debtor	<b>THS Physician Partners, Inc.</b>		Relationship to you
District	<b>Southern District of West Virginia</b>	When 1/10/2020	Case number, if known
Debtor			Relationship to you
District		When	Case number, if known

**Affiliate**

**Affiliate**

**Affiliate**

Debtor name Herbert J. Thomas Memorial Hospital Association

**UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF WEST VIRGINIA**

Case No. (if known) \_\_\_\_\_

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 Siemens Medical Solutions USA Inc P.O. Box 120001 Dallas, TX 75312-0733	Siemens Medical Solutions USA Inc	Trade Debt				\$1,415,700.50
2 Sound Physicians of WV Attn: Crystal Taug P.O. Box 742936 Los Angeles, CA 90074-2936	Sound Physicians of WV Attn: Crystal Taug Tel: 615-377-5625 Email: STang@soundphysicians.com	Trade Debt				\$393,400.00
3 HSS Systems, LLC Attn: VP of Finance 1100 Dr Martin L King Jr Blvd Nashville, TN 37203	HSS Systems, LLC Attn: Chad Uram Tel: 804-267-3752 Email: Chad.Uram@Parallon.com	Trade Debt				\$388,475.17
4 St Jude Medical Sc Inc/Diag 22400 Network Pl Chicago, IL 60673-1224	St Jude Medical Sc Inc/Diag	Trade Debt				\$382,429.95
5 ISS Solutions P.O. Box 13700-1066 Philadelphia, PA 19191-1066	ISS Solutions Tel: 615-307-8000	Trade Debt				\$350,139.34

Debtor name Herbert J. Thomas Memorial Hospital Association

Case No. (If known) \_\_\_\_\_

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6 Maxim Healthcare Services Inc 12558 Collection Ctr Dr Chicago, IL 60693-0162	Maxim Healthcare Services Inc Email: maximhealthcareservices@maxhealth.com	Trade Debt				\$302,523.32
7 Cardinal Health 110, Inc c/o Bank of America Lockbox 5303 Collections Center Dr Chicago, IL 60693	Cardinal Health 110, Inc	Trade Debt				\$200,193.93
8 Zimmer US Inc P.O. Box 277530 Atlanta, GA 30384-7530	Zimmer US Inc Tel: 574-373-3764 Email: Chelsea.Triplett@ZimmerBiomet.com	Trade Debt				\$159,204.45
9 Beckman Coulter Inc Dept Ch 10164 Palatine, IL 60056-0164	Beckman Coulter Inc Fax: 714- 223-4100 Email: creditcollectionsus@beckman.com	Trade Debt				\$146,118.53
10 Certive Health, Inc 1314 E Las Olas Blvd Ft Lauderdale, FL 33301	Certive Health, Inc	Trade Debt				\$139,058.60
11 Greenway Health, LLC P.O. Box 203658 Dallas, TX 75320-3658	Greenway Health, LLC	Trade Debt				\$127,604.47
12 Cardinal (Formerly Allegiance) Medical Products and Services P.O. Box 70539 Chicago, IL 60673	Cardinal (Formerly Allegiance) Tel: 877-254-2738 Email: ruzzel.deleon@cardinalhealth.com	Trade Debt				\$119,345.50

Debtor name Herbert J. Thomas Memorial Hospital Association

Case No. (If known) \_\_\_\_\_

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
13 Johnson & Johnson Attn: Vickey Corbett 5972 Collections Center Dr Chicago, IL 60693	Johnson & Johnson Attn: Vickey Corbett Tel: 800-255-2500 Email: Vcorbett@its.jnj.com	Trade Debt				\$117,167.74
14 Boston Scientific Corp 300 Boston Scientific Way Marlborough, MA 01752-1234	Boston Scientific Corp Email: robert.perkins@bsci.com	Trade Debt				\$108,014.07
15 US Foodservice, Inc 9399 West Higgins Rd, Ste 100 Rosemont, IL 60018	US Foodservice, Inc Email: theresa.brownewards@usfoods.com	Trade Debt				\$98,665.53
16 Colonial Consulting Group, Inc 625 Colonial Park Dr Roswell, GA 30075	Colonial Consulting Group, Inc	Trade Debt				\$85,608.77
17 Arthrex Inc P.O. Box 403511 Atlanta, GA 30384-3511	Arthrex Inc	Trade Debt				\$83,766.46
18 Berkeley Research Group, LLC 2200 Powell St, Ste 1200 Emeryville, CA 94608	Berkeley Research Group, LLC Tel: 510-874-5965 Email: psantanna@thinkbrg.com	Trade Debt				\$81,410.00
19 Security America Inc Attn: T. Campbell P.O. Box 4525 Charleston, WV 25364	Security America Inc Attn: T. Campbell Tel: 304-925-4747 Email: TCampbell@securityamerica.com	Trade Debt				\$76,442.52



Debtor name Herbert J. Thomas Memorial Hospital Association

Case No. (If known) \_\_\_\_\_

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20 Microsoft Services c/o Bank Of America P.O. Box 844510 Dallas, TX 75284-4510	Microsoft Services	Trade Debt				\$73,694.72
21 Fresenius Medical Care Bio-Medical Applications Of WV 16343 Collection Center Dr Chicago, IL 60693	Fresenius Medical Care	Trade Debt				\$65,221.43
22 Medtronic USA Inc Attn: Chris McDougall 4642 Collections Center Dr Chicago, IL 60693	Medtronic USA Inc Attn: Chris McDougall Tel: 763-505-6542 Email: chris.mcdougall@medtronic.com	Trade Debt				\$64,766.36
23 American Red Cross P.O. Box 33093 Newark, NJ 01788-0093	American Red Cross Email: support@redcrosstraining.org	Trade Debt				\$61,204.04
24 Phamalogic Of WV 9 W Benedum Industrial Dr Bridgeport, WV 26330-9642	Phamalogic Of WV	Trade Debt				\$56,623.19
25 Depuy Synthes Sales, Inc P.O. Box 8538-662 Philadelphia, PA 19171	Depuy Synthes Sales, Inc Tel: 800-523-0322 Email: Mhari80@its.jnj.com	Trade Debt				\$51,899.13
26 Edwards Foundation Attn: Barbara Gunn, Finance 1340 Hal Greer Blvd Huntington, WV 25701	Edwards Foundation	Trade Debt				\$50,882.07

Debtor name Herbert J. Thomas Memorial Hospital Association

Case No. (If known) \_\_\_\_\_

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
27 Kanawha Co Emer Ambulance Authority P.O. Box 292 601 Brooks St Charleston, WV 25301	Kanawha Co Emer Ambulance Authority	Trade Debt				\$47,786.12
28 Abbott Laboratories Inc 75 Remittance Dr, Ste 1310 Chicago, IL 60675-1310	Abbott Laboratories Inc	Trade Debt				\$47,412.52
29 Par8O, Inc 170 Milk St, Ste 2 Boston, MA 02109	Par8O, Inc Email: support@par8o.com	Trade Debt				\$40,711.15
30 Biomet Inc 75 Remittance Dr, Ste 3283 Chicago, IL 60675-3283	Biomet Inc	Trade Debt				\$35,542.80

**Fill in this information to identify the case:**

Debtor name Herbert J. Thomas Memorial Hospital Association

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF WEST VIRGINIA

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime.** Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 10, 2020

**X /s/ Daniel J. Lauffer**

Signature of individual signing on behalf of debtor

**Daniel J. Lauffer**

Printed name

**President and CEO**

Position or relationship to debtor

**United States Bankruptcy Court**  
**Southern District of West Virginia**

In re Herbert J. Thomas Memorial Hospital Association

Debtor(s)

Case No.

Chapter

11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Thomas Health Systems, Inc. 4605 MacCorkle Avenue, SW Charleston, WV 25309			Wholly Owned

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the **President and CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date January 10, 2020

Signature /s/ Daniel J. Lauffer  
Daniel J. Lauffer

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court  
Southern District of West Virginia**

In re Herbert J. Thomas Memorial Hospital Association

Debtor(s)

Case No.  
Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

I, the President and CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: January 10, 2020

/s/ Daniel J. Lauffer

Daniel J. Lauffer/President and CEO

Signer/Title

**United States Bankruptcy Court  
Southern District of West Virginia**

In re Herbert J. Thomas Memorial Hospital Association

Debtor(s)

Case No.

Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Herbert J. Thomas Memorial Hospital Association in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Thomas Health Systems, Inc.  
4605 MacCorkle Avenue, SW  
Charleston, WV 25309

☐ None [Check if applicable]

January 10, 2020

Date

/s/ Brandy M. Rapp

Brandy M. Rapp

Signature of Attorney or Litigant

Counsel for Herbert J. Thomas Memorial Hospital Association

Whiteford, Taylor & Preston LLP

10 S. Jefferson Street

Suite 1110

Roanoke, VA 24011

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA

In re:

HERBERT J. THOMAS MEMORIAL  
HOSPITAL ASSOCIATION,

Debtor.

Chapter 11

Case No. 20-\_\_\_\_\_ (FWV)

**CORPORATE OWNERSHIP STATEMENT PURSUANT  
TO FED. R. BANKR. P. 1007(a)(1) & 7007.1 AND LOCAL RULE 1007-1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 1007-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for Southern District of West Virginia, Herbert J. Thomas Memorial Hospital Association represents:

1. That it is a West Virginia not-for profit corporation wholly owned by Tomas Health System, Inc.

Herbert J. Thomas Memorial Hospital Association further acknowledges its duty to file a supplemental statement promptly upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

Dated: January 10, 2020

  
By: Daniel J. Lauffer  
President and Chief Executive Officer of Herbert J.  
Thomas Memorial Hospital Association

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA**

**In re:**

**HERBERT J. THOMAS MEMORIAL  
HOSPITAL ASSOCIATION,**

**Debtor.**

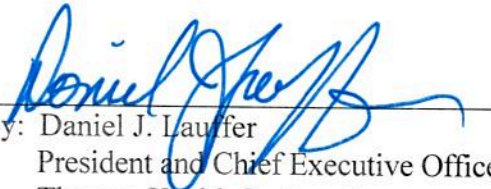
Chapter 11

Case No. 20-\_\_\_\_\_ (FWV)

**CORPORATE RESOLUTION OF  
HERBERT J. THOMAS MEMORIAL HOSPITAL ASSOCIATION**

I, Daniel J. Lauffer, being the President and Chief Executive Officer of Thomas Health System, Inc., a nonstock, nonprofit corporation organized under the laws of the State of West Virginia, do hereby certify the resolutions attached hereto as Exhibit A were duly adopted by the Board of Directors at special meetings duly called and held on January 9, 2020, which resolutions have not been amended, modified or rescinded and remain in full force and effect.

**IN WITNESS WHEREOF**, I have signed this certificate by Order of the Board of Directors on January 10, 2020.

  
By: Daniel J. Lauffer  
President and Chief Executive Officer  
Thomas Health System, Inc.



**EXHIBIT A**

**RESOLUTION OF ACTION OF DIRECTORS  
OF THOMAS HEALTH SYSTEM, INC.**

**WHEREAS**, the Board of Directors of Thomas Health System, Inc. for itself, Herbert J. Thomas Memorial Hospital Association, Charleston Hospital, Inc. d/b/a Saint Francis Hospital, and THS Physician Partners, Inc. (the "Corporation") is informed and has determined that it is desirable and in the best interest of the Corporation, its creditors and other interested parties, that the Corporation file a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code").

**NOW, THEREFORE, BE IT RESOLVED**, that the filing by the Corporation of a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of West Virginia (the "Bankruptcy Court") be, and it hereby is, authorized and approved; and it is further

**RESOLVED**, that the President of the Corporation be, and hereby is, authorized and empowered, in the name of the Corporation, to execute and verify a petition for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the Bankruptcy Court at such time as the President shall determine; and it is further

**RESOLVED**, that the President of the Corporation, and such other officers as he shall from time to time designate (each a "Proper Officer"), be, and each of them hereby is, authorized to execute and file on behalf of the Corporation all petitions, schedules, lists, documents, pleadings and other papers and to take any and all action that they may deem necessary or proper in connection with the Chapter 11 case of the Corporation; and it is further

**RESOLVED**, that each Proper Officer be, and each of them hereby is, authorized and directed to retain the law firm Whiteford, Taylor & Preston, L.L.P. to render legal services to and to represent the Corporation in connection with such Chapter 11 case and other related matters in connection therewith, upon such terms and conditions as such officers shall approve; and it is further

**RESOLVED**, that each Proper Officer be, and each of them hereby is, authorized and directed to retain Force Ten Partners, LLC to provide financial advisory services to the Corporation in connection with such Chapter 11 case and other related matters in connection therewith, upon such terms and conditions as such officers shall approve; and it is further

**RESOLVED**, that each Proper Officer be, and each of them hereby is, authorized and directed to retain SOLIC Capital Advisors, LLC and SOLIC Capital, LLC to provide investment banking services to the Corporation in connection with such Chapter 11 case and other related matters in connection therewith, upon such terms and conditions as such officers shall approve; and it is further

**RESOLVED**, that each Proper Officer be, and each of them hereby is, authorized to retain such other professionals as they deem necessary and appropriate to represent, assist or consult with the Corporation during the Chapter 11 case; and it is further

**RESOLVED**, that each Proper Officer be, and each of them hereby is, authorized and directed to take any and all further actions and to execute and deliver any and all further instruments and documents and pay all expenses (subject to Bankruptcy Court approval, where necessary), in each case as in their judgment shall be necessary or desirable in order to fully carry out the intent and accomplish the purpose of the resolutions adopted herein; and it is further

**RESOLVED**, that all acts lawfully done or actions lawfully taken by any and each Proper Officer, which are necessary to effectuate the intent of the resolutions adopted herein, are hereby in all respects ratified, confirmed, and approved.

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